**ART: Annual Corporate Governance Report 2023**

On January 29, 2023, BOS Securities Joint Stock Company announced Report No. 16/2024/BC-HDQT-BOS on the corporate governance in 2023 as follows:

* Name of company: BOS Securities Joint Stock Company
* Head office address: 25th floor, 265 Cau Giay Office Building, Cau Giay Street, Dich Vong Ward, Cau Giay District, Hanoi.
* Tel: (84-24) 39 368 366 Fax: (84-24) 39 368 377 Email: [contact@bos.vn](mailto:contact@bos.vn)
* Charter capital: VND 969,225,090,000
* Securities code: ART
* Corporate Governance Model: The General Meeting, the Board of Directors, the Supervisory Board, and the Managing Director.
* Internal audit: Implemented.

1. Activities of the General Meeting

Information about the meetings and General Mandate/Decisions of the General Meeting

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| No. | General Mandate/Decision of the General Meeting | Date | Contents |
| 1 | 01/2023/NQ-DHDCD-BOS | April 10, 2023 | * Approve the amendments and supplements to the Company's Charter (according to the Proposal No. 02/2023/TTr-HDQT-BOS dated April 10, 2023). * Approve the amendment and supplement to the Internal Regulations on Corporate Governance (according to Proposal No. 02/2023 /TTr-HDQT-BOS dated April 10, 2023). * Approve the amendments and supplements to the operating regulations of the Board of Directors (according to the Proposal No. 02/2023/TTr-HDQT-BOS dated April 10, 2023). * Approve the dismissal of Mr. Le Ba Phuong as a member of the Board of Directors from the date of the Extraordinary General Meeting in 2023 (under Proposal No. 01/2023/TTr-HDQT-BOS dated April 10, 2023). * Approve the dismissal of Ms. Pham Thi Thanh Mai as a member of the Board of Directors from the date of the Extraordinary General Meeting in 2023 (according to the Proposal No. 01/2023/TTr-HDQT-BOS dated April 10, 2023). * Approve the election of the following members as members of the Board of Directors, including:  1. Ms. Le Thi Truc Quynh 2. Mr. Nguyen Thanh Cam  * Approve the authorization for the Board of Directors to decide on arising issues under the authority of the General Meeting in the process of implementing the tasks approved by the General Meeting. |
| 2 | 02/2023/NQ-DHDCD-BOS | October 09, 2023 | * Approve the selection of an audit company for the company's financial statements for the year 2023 (under Proposal No. 05/2023/TTr-HDQT-BOS dated October 6, 2023); * Approve the voluntary termination of derivatives securities trading activities, voluntary termination of providing clearing and settlement services for derivatives transactions at the State Securities Commission, voluntarily revoking the status of derivatives securities trading member at the Vietnam Securities Exchange, voluntarily revoking the status of voluntary clearing member for derivatives securities at Vietnam Securities Depository and Clearing Corporation and authorizing the Board of Directors to carry out related tasks (under Proposal No. 04/2023/TTr-HDQT-BOS dated October 6, 2023); * Approve the handling of existing issues in the company's financial and investment activities and authorizing the Board of Directors and the Board of Management to deploy related tasks (under Proposal No. 06/2023/TTr-HDQT-BOS dated October 6, 2023); * Approve the dismissal of Mr. Trinh Van Nam as a member of the Board of Directors from the date of the Extraordinary General Meeting 2nd time in 2023 (under Proposal No. 03/2023/TTr-HDQT-BOS dated August 2, 2023); * Approve the election of Mr. Nguyen Thanh Le as a member of the Board of Directors for the term 2019 - 2024; * Authorization for the Board of Directors to decide on issues arises within the decision-making competence of the General Meeting during the implementation of tasks approved by the General Meeting. | |

1. Board of Directors in 2023:
2. Information about members of the Board of Directors

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Date of appointment | Dismissal date |
| 1 | Ms. Le Thi Truc Quynh | Chair of the Board of Directors | April 10, 2023 |  |
| 2 | Mr. Nguyen Thanh Cam | Member of the Board of Directors | April 10, 2023 |  |
| 3 | Mr. Trinh Van Nam | Member of the Board of Directors | August 16, 2022 | October 09, 2023 |
| 4 | Ms. Pham Thi Thanh Mai | Chair of the Board of Directors | August 16, 2022 | April 10, 2023 |
| 5 | Mr. Le Ba Phuong | Member of the Board of Directors | August 16, 2022 | April 10, 2023 |
| 6 | Mr. Nguyen Thanh Le | Member of the Board of Directors | October 09, 2023 |  |

1. Board Resolutions/Board Decisions in 2023:

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| --- | --- | --- | --- | --- |
| No. | | Resolution/Decision | Date | Contents |
| 1 | | 01A/2023/NQ-HDQT-BOS | January 06, 2023 | Establishment of the Shareholder's Eligibility Verification Committee at the Extraordinary General Meeting in 2023 |
| 2 | | 01B/2023/NQ-HDQT-BOS | January 13, 2023 | Dismissal of the position of Managing Director |
| 3 | | 01/2023/NQ-HDQT-BOS | February 03, 2023 | Convening of the second Extraordinary General Meeting in 2023 |
| 4 | | 02/2023/NQ-HDQT-BOS | March 16, 2023 | Convening of the third Extraordinary General Meeting in 2023 |
| 5 | | 03/2023/NQ-HDQT-BOS | April 05, 2023 | Nominating a list of candidates for the election of additional Board of Directors members for the term September 20, 2024, presenting to the extraordinary General Meeting in 2023 on the amendments and supplements to the Company Charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. |
| 6 | | 04/2023/NQ-HDQT-BOS | April 10, 2023 | Election of the Chair of the Board of Directors of BOS Securities Joint Stock Company |
| 7 | | 05/2023/NQ-HDQT-BOS | April 11, 2023 | Approve of the remuneration for Board of Directors members and Supervisory Board members |
| 8 | | 06/2023/NQ-HDQT-BOS | April 28, 2023 | Establishment of the Asset Liquidation Valuation Council |
| 9 | | 07/2023/NQ-HDQT-BOS | May 05, 2023 | Liquidate the fixed assets |
| 10 | | 08/2023/NQ-HDQT-BOS | May 05, 2023 | Approve on hiring legal consulting services |
| 11 | | 09/2023/NQ-HDQT-BOS | June 22, 2023 | Dismissal of the Company's Chief Accountant |
| 12 | | 10/2023/NQ-HDQT-BOS | June 27, 2023 | Appointment of the Company's person in charge of Accountant |
| 13 | | 11/2023/NQ-HDQT-BOS | July 03, 2023 | Appoint the Managing Director |
| 14 | | 12/2023/NQ-HDQT-BOS | July 10, 2023 | Record the list of shareholders to convene the Extraordinary General Meeting 2023 |
| 15 | | 13/2023/NQ-HDQT-BOS | July 15, 2023 | Selection of an audit company to audit the financial statements for the year 2322 and the financial safety rate report as of December 31, 2022 |
| 16 | | 14/2023/NQ-HDQT-BOS | July 26, 2023 | Establishment of the debt recovery and handling team |
| 17 | | 15/2023/NQ-HDQT-BOS | August 01, 2023 | Voluntary revocation of derivative securities trading member status at the Vietnam Securities Exchange |
| 18 | | 16.01/2023/NQ-HDQT-BOS | August 03, 2023 | Establishment of the Shareholder's Eligibility Verification Committee at the second Extraordinary General Meeting in 2023 |
| 19 | | 16.02/2023/NQ-HDQT-BOS | August 03, 2023 | Ballot Committee at the second Extraordinary General Meeting in 2023 |
| 20 | | 16.3/2023/NQ-HDQT-BOS | August 18, 2023 | Approval of amendments to Resolution No. 14/2021/NQ-HDQT-BOS |
| 21 | | 17/2023/NQ-HDQT-BOS | August 25, 2023 | Second Extraordinary General Meeting in 2023 (organized for the second time) |
| 22 | | 18.1/2023/NQ-HDQT-BOS | September 05, 2023 | Dismissal of the Company's person in charge of Accountant |
| 23 | | 18.2/2023/NQ-HDQT-BOS | September 05, 2023 | Appointment of the Chief Accountant of BOS Securities Joint Stock Company |
| 24 | | 19/2023/NQ-HDQT-BOS | September 18, 2023 | Second Extraordinary General Meeting in 2023 (organized for the third time) |
| 25 | | 20.1/2023/NQ-HDQT-BOS | October 04, 2023 | Dismiss the Chief Accountant of the Company; |
| 26 | | 20.2/2023/NQ-HDQT-BOS | October 04, 2023 | Appointment of the Chief Accountant of BOS Securities Joint Stock Company |
| 27 | | 21/2023/NQ-HDQT-BOS | October 06, 2023 | Approve the main contents presented at the second Extraordinary General Meeting in 2023 (organized for the third time) |
| 28 | | 22/2023/NQ-HDQT-BOS | October 06, 2023 | Nomination of a list of candidates for the election of additional Board of Directors members for the term 2019-2024 |
| 29 | | 23/2023/NQ-HDQT-BOS | October 10, 2023 | Selection of an audit company to conduct financial statements for the years 2022 and 2023 |
| 30 | | 24.01/2023/NQ-HDQT-BOS | October 12, 2023 | Agree on tasks to be deployed according to the General Mandate |
| 31 | | 24.02/2023/NQ-HDQT-BOS | October 12, 2023 | Agree on tasks to be deployed according to the General Mandate |
| 32 | | 24.03/2023/NQ-HDQT-BOS | October 18, 2023 | Approve the plan for handling existing derivative securities contracts; Plan for handling contracts for providing clearing and settlement services for derivative securities transactions; Plan for handling trading accounts of clients to revoke trading member status; Plan for handling open interest, collateral assets on proprietary and customer accounts of clearing members |
| 33 | 25/2023/NQ-HDQT-BOS | | December 26, 2023 | Record the list of shareholders to convening the Annual General Meeting in 2023. |

1. Supervisory Board (2023)
2. Information about members of the Supervisory Board

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| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of meetings attended | Attendance rate | Reason for absence |
| 1 | Vu Thi Huong | Chief of the Supervisory Board | September 30, 2020 | 1/1 | 100% |  |
| 2 | Nguyen Dang Vu | Member of the Supervisory Board | June 18, 2019 | 1/1 | 100% |  |
| 3 | Bui Thi Quynh Trang | Member of the Supervisory Board | August 16, 2022 | 1/1 | 100% |  |

1. Executive Board

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| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment |
| 1 | Mr. Nguyen Thanh Le | March 30, 1983 | Bachelor in Economics | July 03, 2023 |

1. Chief Accountant

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| --- | --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment /dismissal | |
| Appointed on December 14, 2021. | Dismissal date |
| Tran Thi Lan | April 04, 1984 | Bachelor in Economics | January 08, 2021 | June 22, 2023 |
| Nguyen Thi Bich Hang | June 30, 1975 | Bachelor | June 27, 2023 | September 05, 2023 |
| Nguyen Thi Thuy | October 22, 1984 | Bachelor in Economics | September 05, 2023 | October 04, 2023 |
| Dao Thi Kim Ngan | June 04, 1985 | Bachelor in Economics | October 04, 2023 |  |

1. Training on corporate governance None
2. List of related person of the public company in 2023 and transactions between related persons of the Company and the Company itself:
3. Transactions between the Company and related persons of the Company, or between the Company and principal shareholders, PDMR, or related persons of PDMR: None
4. Transactions between PDMR of the listed company, related persons of PDMR and subsidiaries, and companies controlled by the listed company None
5. Transactions between the Company and other entities:
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board and Managing Director have been being founding members or members of the Board of Directors or Managing Director for the past three (03) years (calculated at the date of reporting): None
   2. Transactions between the Company and the companies that related persons of members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) who are members of the Board of Directors or Executive Manager (Managing Director): None
   3. Other transactions (if any) that can bring about material or non-material benefits to the members of the Board of Directors, members of the Supervisory Board and Managing Director: None
6. Share transactions of PDMR and related persons of PDMR in 2023.
7. Listing company’s share transactions of PDMR and related persons of PDMR None
8. Other significant issues: Not incurred during the reporting period.